



WORLDWIDE FIBER

Worldwide Fiber (USA) Inc.

1333 West 120th Avenue

Suite 216

Westminster, CO 80234

Telephone: (303) 450-5130

Facsimile: (303) 450-6102

REC'D TN
REGULATORY AUTH.
'99 AUG 11 PM 12 51

OFFICE OF THE
EXECUTIVE SECRETARY

JULIE R. HAWKINS
DIRECT (303) 450-5130 EXT. 26
JHAWKINS@WORLDWIDEFIBER.COM

August 10, 1999

Mr. David Waddell
Tennessee Regulatory Authority
460 James Robertson Parkway
Nashville, Tennessee 37243-0505

**RE: Amended Application of Worldwide Fiber Networks, Inc.
Docket No. 99-00556**

Dear Mr. Waddell:

Worldwide Fiber Networks, Inc. presents an original and thirteen (13) copies of its enclosed Application Amendment. By this filing, Worldwide Fiber is modifying its Application to request a Certificate to Provide Facilities-Based Interexchange Services only. The Applicant requests that its previous Application (filed July 30, 1999) be amended to drop the request to provide local exchange services.

An extra copy of this filing is enclosed to be date-stamped and returned to us in the self-addressed, postage paid envelope enclosed. If you have any questions regarding this filing, please contact the undersigned.

Respectfully submitted,

WORLDWIDE FIBER NETWORKS, INC.


Julie R. Hawkins

BEFORE THE TENNESSEE REGULATORY AUTHORITY

**In the Matter of the Application of)
Worldwide Fiber Networks, Inc. for)
a Certificate to Provide Facilities-Based) No. 99-00556
Interexchange Services in Tennessee) Application Amendment**

REC'D TN
REGULATORY AUTH.
'99 AUG 11 PM 12 5
OFFICE OF THE
EXECUTIVE SECRETARY

APPLICATION AMENDMENT

Worldwide Fiber Networks, Inc. ("WFN" or "Applicant") respectfully requests that the Tennessee Regulatory Authority permit WFN to amend its previously filed Application to request only a Certificate to provide facilities-based interexchange services in the State of Tennessee. Due to business concerns WFN will not be requesting Competitive Local Exchange Carrier status at this point in time and wishes to drop that section of its original Application, filed July 30, 1999. In support of this request, WFN submits the following amendments:

1. Status of WFN in other states (Section 5 in original Application)

WFN is currently authorized to provide interexchange services in Washington and Oregon. WFN has pending Applications for interexchange authority in California, Colorado, Illinois, Louisiana and Nebraska. WFN has pending interexchange and local applications in Iowa and Kentucky. WFN is in the process of applying for certificates of authority to provide interexchange services in the majority of the contiguous states. No such applications have been dismissed or denied.

2. Amended Prefiled Testimony

The following sections of **Exhibit F**¹ in WFN's original Application are amended as such:

Q: PLEASE DESCRIBE WORLDWIDE FIBER'S TECHNICAL AND MANAGERIAL QUALIFICATIONS TO OPERATE THE NETWORKS.

A: The Applicant will be a facilities-based provider of technologically advanced dark fiber and related infrastructure as well as high-bandwidth fiber optic transmission capacity.

The Applicant is building a North American network consisting of two primary east-west routes and three primary north-south routes. Worldwide Fiber will provide high capacity interexchange transport on a leased long-term basis and may provide broadband services.

The ability of Worldwide Fiber's management team to provide long distance services through the use of its own facilities is further evidenced by the brief profiles of the management team in Exhibit C to Worldwide Fiber's Original Application.

Q: PLEASE DESCRIBE THE AUTHORITY THAT WORLDWIDE FIBER SEEKS BY THIS APPLICATION.

A: By this Application, Worldwide Fiber seeks authority to provide facilities-based interexchange services to customers in Tennessee.

Q: WHAT GEOGRAPHIC AREAS WILL WORLDWIDE FIBER SERVE?

A: Worldwide Fiber seeks authority to provide interexchange authority statewide.

¹ Exhibit F is the Prefiled Testimony of Patrick F. Summers.

Q: PLEASE DESCRIBE THE PUBLIC BENEFITS ASSOCIATED WITH WORLDWIDE FIBER'S PROPOSED OFFERING OF FACILITIES-BASED LONG DISTANCE TELECOMMUNICATIONS SERVICES WITHIN TENNESSEE.

A: Applicant's proposed telecommunications services are developed to serve the long distance transport needs of subscribers who cannot otherwise realize similar cost savings through major carriers. Additionally, an increase in the traffic generated through provision of Applicant's proposed services over the Applicant's facilities will improve the efficiency and reduce costs in provision of these services. Overall, the public will benefit from greater consumer choice created through the broadening of innovative telecommunications service alternatives and ongoing affordable rates maintained by the additional competitive pressure placed on other competitors.

3. Proposed Service Area (Section 7 in original Application)

The Applicant proposes to offer facilities-based interexchange services statewide. The Applicant tentatively proposes to install its fiber optic cable network from north to south down the west side of the State of Tennessee ultimately reaching Memphis. The exact location of the route may vary according to local permits and right of way agreements.

4. Proposed telecommunications services (Section 8 in original Application)

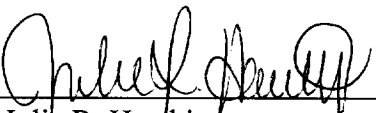
The Applicant will be a facilities-based provider of technologically advanced dark fiber and related infrastructure as well as high-bandwidth fiber optic transmission capacity. The Applicant is building a North American network consisting of two primary east-west routes and three primary north-south routes. WFN will provide high capacity interexchange transport on a leased long-term basis and may provide broadband services.

5. Conclusion

In light of the foregoing, Applicant respectfully submits that the public interest, convenience and necessity would be served by a grant of this Application for a Certificate to provide facilities-based interexchange services throughout the State of Tennessee.

Respectfully submitted this 16th day of August, 1999.

WORLDWIDE FIBER NETWORKS, INC.

By: 
Julie R. Hawkins
Assistant General Counsel
Worldwide Fiber Networks, Inc.
1333 West 120th Avenue, Suite 216
Westminster, Colorado 80234

VERIFICATION

STATE OF COLORADO


)

COUNTY OF ADAMS

)

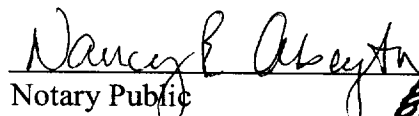
)

Patrick F. Summers, being first duly sworn, deposes and states that he is Vice President, General Counsel of Worldwide Fiber Networks, Inc. and is authorized to make this verification; that he has read the foregoing Application Amendment and knows the contents thereof, and he is authorized by Worldwide Fiber Networks, Inc. to verify that the contents of the Application Amendment is true.



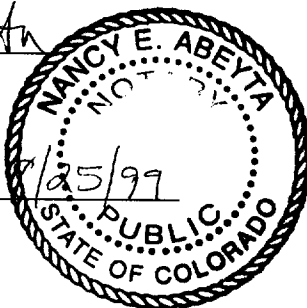
Patrick F. Summers
Vice President, General Counsel
Worldwide Fiber Networks, Inc.

Subscribed and sworn to before me on the 10 day of August, 1999



Notary Public
State of Colorado

My Commission expires: _____



My Commission Expires August 25, 1999